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BUYERS WHOLESALE

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The Energizer logo, featuring the word "Energizer" in a bold, italicized, sans-serif font.

October 28, 2010

VIA USPS

Buyer's Wholesale Dist, Inc
510 W. Merrill St
Indianapolis, IN 46225

Re: Eveready Battery Co., Inc. v. CB Distributors, Inc. et al; Case No. 4:10-cv-01055

To Whom It May Concern:

As you should be aware, Eveready Battery Co., Inc. ("Eveready") has alleged that CB Distributors, Inc. ("CB") was selling Energizer counterfeits, examples of these counterfeits are shown on the attached Exhibit 1. Note that all cell sizes: AA, AAA, C, D, and 9V are included.

As part of that matter, CB sent you the attached Recall Notice requesting the return of all Energizer branded products that you received from CB. If you are a reseller of these products, you should send the Recall Notice to all entities to which you sold Energizer branded product to ensure their compliance with the Recall.

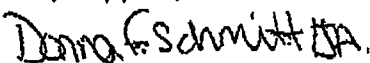
To effectuate the Recall, Eveready asks that you sign and return to us the attached Agreement within three (3) days of receipt of this letter.

For product you have in your possession, the Agreement represents and warrants that you: (1) received CB's Recall Notice; (2) identify the volume of product you had at the time of receiving the Recall Notice; (3) sent all your inventory to CB or will do so within three (3) days of receipt of this letter; (4) will not sell or attempt to sell any remaining Energizer branded batteries subject to the Recall Notice before sending such products to CB and (5) will not sell any other products that infringe Eveready's intellectual property.

For Energizer products you have sold or otherwise distributed to other entities ("Customers"), the Agreement also represents and warrants that you: (1) have sent copies of the Recall Notice to all of your Customers of Energizer branded products, or that you will do so within three (3) days of receipt of this letter (you may fulfill this obligation by sending a copy of the original CB Recall Notice attached hereto and you may include a copy of this letter and a blank Agreement for their completion), (2) provide Eveready a full list of all Customers to which you have sent the Recall Notice, (3) have sent all returned inventory to CB or will do so immediately upon receipt by you of such returns, and (4) will send copies of all Agreements signed by your Customers to Eveready. All Customers to which you sold or otherwise distributed such Energizer branded products will be directly liable for trademark infringement unless and until they too comply with this Recall process.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

A handwritten signature in black ink that reads "Donna F. Schmitt".

Donna F. Schmitt
Senior Trademark Counsel

Enclosures

Eveready Battery Company, Inc. • Law Department • 533 Maryville University Drive • St. Louis, MO 63141
314 985 2000 tel • 314 985 2232 fax

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FROM-

TO-CB Distributors, Inc PAGE 002

Exh. 2

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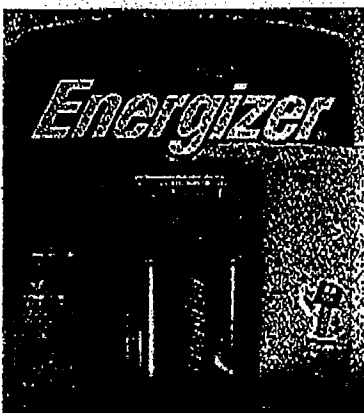
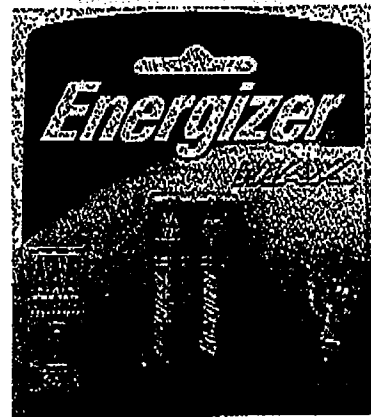
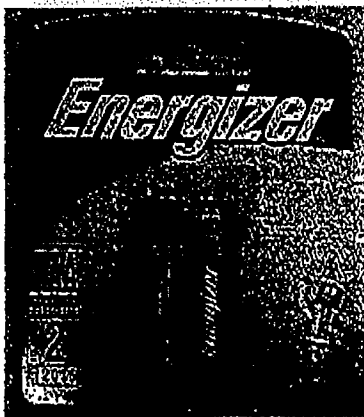
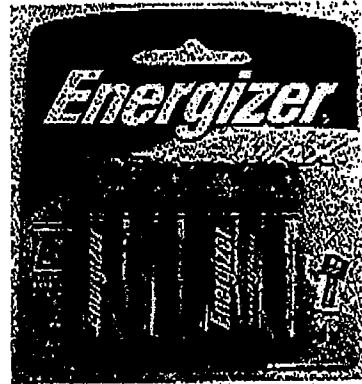
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Exhibit 1

Energizer Counterfeits Representative Samples

NOTE: Products Include AA -- 2 and 4 packs; AAA -- 2 and 4 packs; C -- 2 packs; 9V -- 1 pack



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2500 Kennedy Dr. Beloit, WI 53511 (608) 368-9909 Outside WI (888) 824-3256 Fax (608) 368-9919

RECALL NOTICE

CB Distributors, Inc. has been notified by Eveready Battery Co., Inc. that at least a portion of the batteries distributed by CB are packaged in counterfeit packages that bear Eveready's "Energizer" and Design trademarks. CB has agreed to recall all Energizer batteries and packaging that it distributed, including the Energizer branded products sold to you.

Please return any Energizer branded products that you received from CB to:

CB Distributors, Inc.
2500 Kennedy Drive
Beloit, Wisconsin 53511

Please distribute a copy of this Recall Notice to your customers who purchased CB supplied Energizer branded products from you to extend the recall to those products as well.

CB has cooperated with Eveready's investigation and CB has negotiated an agreement with Eveready releasing CB and its customers, including you, from any liability concerning these counterfeit Energizer branded products, provided you fully comply with this Recall Notice. If you fail to fully comply with this Recall Notice by March 15, 2011, you will not be released as part of CB's agreement with Eveready and may need to defend against Eveready's claims on your own.

Please inform CB in writing if you no longer have Energizer branded products that CB distributed to you.

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AGREEMENT

I, _____, on behalf of _____ agree that:

I received a Recall Notice from CB Distributors, Inc. on _____

I voluntarily sent CB Distributors, Inc. all remaining inventory subject to the Recall Notice, to the extent any such inventory exists, per the terms of the Recall Notice. The volumes of such product were _____

I will not sell or attempt to sell any inventory subject to the Recall Notice prior to sending such inventory to CB Distributors, Inc. per the terms of the Recall Notice.

I will not sell any other products that infringe Eveready's Intellectual property.

I have sent copies of the Recall Notice to all of entities to which I further distributed Energizer branded product from CB.

Attached hereto is a full and complete list of all Customers to which I have sent on this Recall Notice.

I have sent all inventory returned by my Customers to CB or will do so immediately upon receipt of such returns from my Customers.

I will send copies of all Agreements, similar to this one, signed by my Customers to Eveready.

Agreed to this _____ day of _____, 2010

Printed Name: _____

Company: _____

Title: _____

Please send a signed copy of this Agreement to counsel for Eveready at the address listed below within three (3) days of receipt of this letter.

Donna F. Schmitt
Senior Trademark Counsel
Eveready Battery Company, Inc.
533 Maryville University Drive
St. Louis, Missouri 63141

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FROM-

TO-CB Distributors, Inc PAGE 005